



Registration of a Charge

Company name: **BRANDON HIRE GROUP HOLDINGS LIMITED**

Company number: **07324345**



X6J7WZVV

Received for Electronic Filing: **14/11/2017**

Details of Charge

Date of creation: **07/11/2017**

Charge code: **0732 4345 0004**

Persons entitled: **LLOYDS BANK PLC AS SECURITY AGENT**

Brief description: **THIS IS AN ACCESSION DEED TO A DEBENTURE ORIGINALLY DATED 15 MAY 2013 (THE FACILITY A DEBENTURE)**

Contains fixed charge(s).

Contains floating charge(s) (floating charge covers all the property or undertaking of the company).

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S. 859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION**

**FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL
INSTRUMENT.**

Certified by:

PINSENT MASONS LLP



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 7324345

Charge code: 0732 4345 0004

The Registrar of Companies for England and Wales hereby certifies that a charge dated 7th November 2017 and created by BRANDON HIRE GROUP HOLDINGS LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 14th November 2017 .

Given at Companies House, Cardiff on 16th November 2017

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

DEED OF ACCESSION – FACILITY "A" DEBENTURE

THIS DEED OF ACCESSION is made on *7 November* 2017

BETWEEN:-

- (1) **THE COMPANIES LISTED IN SCHEDULE 1** (each a "New Chargor" and together the "New Chargors");
- (2) **VP PLC** (the "Company") for itself and as agent for and on behalf of each of the other Chargors named in the Debenture referred to below; and
- (3) **LLOYDS BANK PLC** as the Security Agent.

WHEREAS:-

- (A) Each New Chargor is, or will on the date of this Deed of Accession become, a wholly-owned subsidiary of the Company.
- (B) The Company has entered into a deed dated 15 May 2013 (as supplemented and amended by Deeds of Accession or otherwise from time to time, the "Facility A Debenture") between the Company, each of the companies named in the Facility A Debenture as Chargors, and Lloyds Bank plc as security agent and trustee for the Finance Parties.
- (C) Each New Chargor at the request of the Company and in consideration of the Finance Parties making or continuing to make facilities available to the Company or any other member of its group and after giving due consideration to the terms and conditions of the Finance Documents and the Facility A Debenture and satisfying itself that there are reasonable grounds for believing that the entry into this Deed of Accession by it will be of benefit to it, has decided in good faith and for the purpose of carrying on its business to enter into this Deed and become a Chargor under the Facility A Debenture.

IT IS AGREED as follows:-

1. DEFINITIONS AND INTERPRETATION

- 1.1 Terms defined in the Facility A Debenture shall have the same meaning in this Deed.
- 1.2 The principles of interpretation set out in Clause 1.3 of the Facility A Debenture shall apply to this Deed of Accession insofar as they are relevant to it, as they apply to the Facility A Debenture.

2. ACCESSION

Each New Chargor agrees:-

- 2.1 to become a party to and to be bound by the terms of the Facility A Debenture as a Chargor with immediate effect and so that the Facility A Debenture shall be read and construed for all purposes as if each New Chargor had been an original party in the capacity of Chargor (but so that the security created consequent on such accession shall be created on the date of this Deed of Accession); and
- 2.2 to be bound by all the covenants and agreements in the Facility A Debenture which are expressed to be binding on a Chargor.

3. SECURITY

Each New Chargor mortgages, charges and assigns to the Security Agent, as agent and trustee for the Finance Parties, all its business, undertaking and assets on the terms of Clause 3 of the Facility A Debenture, provided that:-

- 3.1 the Land charged by way of legal mortgage shall be the Land referred to in Schedule 2 (*Details of Land*);
- 3.2 the Shares mortgaged or (if or to the extent that the mortgage does not take effect as a mortgage) charged shall include the Shares referred to in Schedule 3 (*Details of Shares*);
- 3.3 the Insurances assigned or (to the extent not assigned or effectively assigned) charged shall include the insurances referred to in Schedule 4 (*Details of Material Insurances*);
- 3.4 the Intellectual Property charged shall include the Intellectual Property referred to in Schedule 5 (*Details of Intellectual Property*); and
- 3.5 the Specific Contracts assigned or (to the extent not assigned or effectively assigned) charged shall include the Specific Contracts referred to in Schedule 6 (*Details of Specific Contracts*).

4. EFFECT ON DEBENTURE

The Facility A Debenture and this Deed of Accession shall be read as one so that references in the Facility A Debenture to "this Deed", "herein", and similar phrases shall be deemed to include this Deed of Accession.

5. AGREEMENT AND CONSENT BY CHARGORS

The Company, for itself and on behalf of all other Chargors under the Facility A Debenture, hereby agrees and consents to all matters provided for in this Deed.

6. GOVERNING LAW

This Deed of Accession and any non-contractual obligations arising out of or in connection with it are governed by English law.

EXECUTED AS A DEED AND DELIVERED on the date set out at the beginning of this Deed.

Schedule 1
NEW CHARGORS

Name of New Chargor	Registration number (or equivalent, if any) Jurisdiction of incorporation
Brandon Hire Group Holdings Limited	07324345 (incorporated in England & Wales)
Brandon Hire Group Limited	07324341 (incorporated in England & Wales)
Brandon Hire Limited	01008351 (incorporated in England & Wales)

Schedule 2
DETAILS OF LAND
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Schedule 3
DETAILS OF SHARES

Brandon Hire Group Holdings Limited (07324345)

Name of Company	Type of Shares	Number held
Brandon Hire Group Limited (07324341)	1 Ordinary share of £1	1

Brandon Hire Group Limited (07324341)

Name of Company	Type of Shares	Number held
Brandon Hire Limited (01008351)	35,720,454 Ordinary shares of £0.10	35,720,454

Schedule 4

DETAILS OF MATERIAL INSURANCES

Brandon Hire Group Holdings Limited (07324345)

Insurer	Type of Insurance	Policy Number
MS Amlin	Property damage/business interruption	UAR1675216LA
Amlin UK Ltd	Employers Liability	9307777
Amlin UK Ltd	Public & Products Liability	9307777
AUM Underwriters	Directors & Officers	FSEMA1701934
Amlin UK	Motor Fleet	9310406
Hiscox Insurance Co Ltd	Professional Indemnity	PIMISCEN010179
RSA Via AUM	Marine	17 – UMN - 0000000280
Royal & Sun Alliance via Maven Underwriters	Computers	17-COS-0000001415
AonProtect	Personal Accident	17 – PAT - 0000002591
AUM	Airside Liability	DX1323452
Zurich Insurance	Engineering Inspection & Insurance	NAA15298 & FU725694
RSA Via AUM	Contractors Plant	17-CPS-0000000636

Brandon Hire Group Limited (07324341)

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Brandon Hire Limited (01008351)

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Schedule 5

DETAILS OF INTELLECTUAL PROPERTY

Brandon Hire Group Holdings Limited (07324345)





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Brandon Hire Group Limited (07324341)

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Brandon Hire Limited (01008351)

Trade Marks

Mark	No.	Territory	Status	Expiry Date	Registered Proprietor
BRANDON	Registration No: 2578265 Application No: 2578265	United Kingdom	Registered	12 April 2021	Brandon Hire Limited
BRANDON Hire and Design    	Registration No: 2578267 Application No: 2578267	United Kingdom	Registered	12 April 2021	Brandon Hire Limited
BRANDON HIRE	Registration No: 006689392 Application No: 006689392	EU	Registered	13 February 2028	Brandon Hire Limited
BRANDON Training and Design	Registration No: 2578256 Application No: 2578256	United Kingdom	Registered	12 April 2021	Brandon Hire Limited
LOADTITE	Registration No: 2578329 Application	United Kingdom	Registered	13 April 2021	Brandon Hire Limited

Mark	No.	Territory	Status	Expiry Date	Registered Proprietor
	No: 2578329				
SKILL Store and Design SKILL Store	Registration No: 2579053 Application No: 2579053	United Kingdom	Registered	19 April 2021	Brandon Hire Limited
TARGET RISK and Design  	Registration No: 2578327 Application No: 2578327	United Kingdom	Registered	13 April 2021	Brandon Hire Limited
WHY BUY? WHEN YOU CAN BRANDON HIRE.	Registration No: 2637345 Application No: 2637345	United Kingdom	Registered	5 October 2022	Brandon Hire Limited
PHOENIX	Registration No: 3100801 Application No: 3100801	United Kingdom	Registered	24 March 2025	Brandon Hire Limited
PHOENIX and Design  	Registration No: 3100803 Application No: 3100803	United Kingdom	Registered	24 March 2025	Brandon Hire Limited

Domain Names

Domain Name	Expiry Date	Registered Proprietor
brandonapprenticeships.co.uk	29 March 2018	Brandon Hire Limited
brandoncareers.co.uk	23 May 2018	Brandon Hire Limited
brandoncratehire.co.uk	29 July 2018	Brandon Hire Limited
brandoncratehire.com	29 July 2018	Brandon Hire Limited
brandonhire.co.uk	2 November 2018	Brandon Hire Limited
brandonhire.com	12 October 2018	Brandon Hire Limited
brandonhire.ie	7 May 2018	Brandon Hire Limited
brandonhire.ltd.uk	28 September 2018	Brandon Hire Limited
brandonhire.org	10 June 2018	Brandon Hire Limited
brandonhire.plc.uk	30 December 2018	Brandon Hire Limited
brandonhiredesk.co.uk	8 November 2018	Brandon Hire Limited
brandonhiredesk.com	10 June 2018	Brandon Hire Limited

brandonhirenews.co.uk	11 January 2018	Brandon Hire Limited
brandonhirenews.com	11 January 2018	Brandon Hire Limited
brandonhireplc.com	10 June 2018	Brandon Hire Limited
brandonlearning.co.uk	1 December 2017	Brandon Hire Limited
brandonlearning.com	1 December 2018	Brandon Hire Limited
brandonloadtite.biz	21 November 2018	Brandon Hire Limited
brandonloadtite.co.uk	25 November 2017	Brandon Hire Limited
brandonloadtite.com	22 November 2018	Brandon Hire Limited
brandonloadtite.info	6 December 2018	Brandon Hire Limited
brandonloadtite.net	22 November 2018	Brandon Hire Limited
brandonloadtite.org	22 November 2018	Brandon Hire Limited
brandonloadtite.org.uk	6 December 2018	Brandon Hire Limited
brandonloohire.co.uk	3 September 2018	Brandon Hire Limited
brandonloohire.com	24 March 2018	Brandon Hire Limited
brandonnews.co.uk	11 January 2018	Brandon Hire Limited
brandonnews.com	11 January 2018	Brandon Hire Limited
brandononline.co.uk	8 November 2018	Brandon Hire Limited
brandononline.net	21 February 2018	Brandon Hire Limited
brandonpeople.co.uk	14 May 2018	Brandon Hire Limited
brandonpeople.com	14 May 2018	Brandon Hire Limited
bradonsafety.co.uk	1 December 2017	Brandon Hire Limited
bradonsafety.com	28 November 2018	Brandon Hire Limited
brandonstormforce.co.uk	8 November 2018	Brandon Hire Limited
brandonstormforce.com	19 November 2018	Brandon Hire Limited
bradontargetrisk.co.uk	24 June 2018	Brandon Hire Limited
bradontargetrisk.com	24 June 2018	Brandon Hire Limited
bradontoolhire.co.uk	23 January 2018	Brandon Hire Limited
bradontoolhire.com	30 August 2018	Brandon Hire Limited
bradontoolhire.eu	6 September 2018	Brandon Tool Hire (a trade name of Brandon Hire Limited)
brandontradecard.co.uk	10 June 2018	Brandon Hire Limited
brandontradecard.com	10 June 2018	Brandon Hire Limited
brandontraining.co.uk	19 November 2017	Brandon Hire Limited
brandontraining.com	19 November 2018	Brandon Hire Limited
brandontraining.eu	11 September 2018	Brandon Tool Hire (a trade name of Brandon Hire Limited)
wolseleypeople.co.uk	14 May 2018	Brandon Hire Limited
wolseleypeople.com	14 May 2018	Brandon Hire Limited
thehiredesk.co.uk	28 November 2017	Brandon Hire Limited
skill-store.co.uk	16 December 2017	Brandon Hire Limited
skill-store.com	16 December 2017	Brandon Hire Limited
brandonliftinghire.com	27 November 2017	Brandon Hire Limited
hireandsales.co.uk	31 July 2018	Brandon Hire Limited
cratehireuk.co.uk	6 April 2018	Brandon Hire Limited
phoenixse.co.uk	17 November 2017	Brandon Hire Limited
phoenixse.com	13 January 2018	Brandon Hire Limited
brandonliftinghire.co.uk	27 November 2017	Brandon Hire Limited
brandonpipehire.co.uk	27 November 2017	Brandon Hire Limited
whybuywhenyoucanhire.co.uk	3 December 2017	Brandon Hire Limited
whybuywhenyoucanhire.com	3 December 2018	Brandon Hire Limited
bridgewaterhire.co.uk	18 November 2017	Brandon Hire Limited
bridgewaterhire.com	18 November 2018	Brandon Hire Limited
hinkleypointtoolhire.co.uk	18 November 2017	Brandon Hire Limited

hinkleypointtoolhire.com	18 November 2018	Brandon Hire Limited
hinkleytoolhire.co.uk	18 November 2017	Brandon Hire Limited
hinkleytoolhire.com	18 November 2018	Brandon Hire Limited
hinklypointtoolhire.co.uk	18 November 2017	Brandon Hire Limited
hinklypointtoolhire.com	18 November 2018	Brandon Hire Limited
somersettoolhire.co.uk	18 November 2018	Brandon Hire Limited
somersettoolhire.com	18 November 2018	Brandon Hire Limited
toolhirebridgwater.co.uk	18 November 2017	Brandon Hire Limited
toolhirebridgwater.com	18 November 2018	Brandon Hire Limited
toolhirehinkley.co.uk	18 November 2017	Brandon Hire Limited
toolhirehinkley.com	18 November 2018	Brandon Hire Limited
toolhirehinkleypoint.co.uk	18 November 2017	Brandon Hire Limited
toolhirehinkleypoint.com	18 November 2018	Brandon Hire Limited
toolhiresomerset.co.uk	18 November 2017	Brandon Hire Limited
toolhiresomerset.com	18 November 2018	Brandon Hire Limited
buildingdryerhire.co.uk	18 February 2018	Brandon Hire Limited
buildingdryerhire.com	18 February 2018	Brandon Hire Limited
buildingdryerhiregloucester.co.uk	18 February 2018	Brandon Hire Limited
buildingdryerhiregloucester.com	18 February 2018	Brandon Hire Limited
buildingdryerhirelondon.co.uk	18 February 2018	Brandon Hire Limited
buildingdryerhirelondon.com	18 February 2018	Brandon Hire Limited
buildingdryerhiresurrey.co.uk	18 February 2018	Brandon Hire Limited
buildingdryerhiresurrey.com	18 February 2018	Brandon Hire Limited
dehumidifierhiregloucester.co.uk	18 February 2018	Brandon Hire Limited
dehumidifierhiregloucester.com	18 February 2018	Brandon Hire Limited
dehumidifierhiresomerset.co.uk	18 February 2018	Brandon Hire Limited
dehumidifierhiresomerset.com	18 February 2018	Brandon Hire Limited
dehumidifierhiresurrey.co.uk	18 February 2018	Brandon Hire Limited
dehumidifierhiresurrey.com	18 February 2018	Brandon Hire Limited
dehumidifierhireworchester.co.uk	18 February 2018	Brandon Hire Limited
dehumidifierhireworchester.com	18 February 2018	Brandon Hire Limited
buildingdryerhireworchester.co.uk	19 February 2018	Brandon Hire Limited
buildingdryerhireworchester.com	19 February 2018	Brandon Hire Limited
liftingequipmenthire.co.uk	14 May 2018	Brandon Hire Limited
hinkleyhireandsales.com	2 February 2018	Brandon Hire Limited
hinkleyhire.com	2 February 2018	Brandon Hire Limited
hinkleyequipmenthire.com	2 February 2018	Brandon Hire Limited
hinkleyhiresaleservices.com	2 February 2018	Brandon Hire Limited
hinkleyhireandsales.co.uk	2 February 2018	Brandon Hire Limited
hinkleyhire.co.uk	2 February 2018	Brandon Hire Limited
hinkleyequipmenthire.co.uk	2 February 2018	Brandon Hire Limited
hinkleyhiresaleservices.co.uk	2 February 2018	Brandon Hire Limited

Schedule 6
DETAILS OF SPECIFIC CONTRACTS
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The New Chargors

EXECUTED as a Deed
by BRANDON HIRE GROUP HOLDINGS
LIMITED
acting by its director in the presence of:-

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[Redacted]

Signature of Witness:

[Redacted]

Director

Name of Witness: *Anabel Obenli*

Address: *Squire Patton Boggs, Leeds, LS1 4AP*

Occupation: *Trainee*

EXECUTED as a Deed
by BRANDON HIRE GROUP LIMITED
acting by its director in the presence of:-

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[Redacted]

Signature of Witness:

[Redacted]

Director

Name of Witness: *Anabel Obenli*

Address: *Squire Patton Boggs, Leeds, LS1 4AP*

Occupation: *Trainee*

EXECUTED as a Deed
by BRANDON HIRE LIMITED
acting by its director in the presence of:-

Signature of Witness:

Name of Witness:

Address: *Squire Patton Boggs, Leeds, LS1 4AP*

Occupation:

EXECUTED as a Deed by VP PLC
acting by:-

SIGNATURE OF WITNESS

NAME OF WITNESS

ADDRESS: *Squire Patton Boggs,
Leeds, LS1 4AP.*

The Security Agent

SIGNED for and on behalf of
LLOYDS BANK PLC

EXECUTED as a Deed by VP PLC
acting by:-

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)

Director

Director/Secretary

The Security Agent

SIGNED for and on behalf of
LLOYDS BANK PLC

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